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STATE MS. - DESOTO CO.

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W.F. DAVIS CH. CLK.

WARRANTY DEED

HARRY HUGH MALONE,
EDITH P. MALONE,
EDITH P. MALONE, TRUSTEE OF
MALONE CHARITABLE REMAINDER TRUST
DATED SEPTEMBER 23, 1998, and
THE MILLER FAMILY
LIMITED PARTNERSHIP,
A Delaware Limited Partnership,
GRANTORS

TO

PINE VALLEY LAND CO., INC.,
A Mississippi Corporation, and
RUSSELL H. KOSTKA,
GRANTEES

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid and other good and valuable consideration, the receipt of all of which is hereby acknowledged, HARRY HUGH MALONE, EDITH P. MALONE, EDITH P. MALONE, TRUSTEE OF MALONE CHARITABLE REMAINDER TRUST DATED SEPTEMBER 23, 1998, and THE MILLER FAMILY LIMITED PARTNERSHIP, do hereby sell, convey and warrant all their right, title and interest in and to the aforescribed property unto PINE VALLEY LAND CO., INC., a Mississippi Corporation, a two-thirds (2/3) undivided interest as tenant in common, and to RUSSELL H. KOSTKA a one-third (1/3) undivided interest as tenant in common, it being the express intention of the parties to create in Grantees a tenancy in common without right of survivorship, in and to the land lying and being situated in DeSoto County, Mississippi, more particularly described as follows, to wit:

All of that Property described on Exhibit A attached hereto and incorporated herein by reference. Being the same property conveyed to Grantors herein by Warranty Deed of Gift of record in the Chancery Clerk's Office of DeSoto County, Mississippi in Book 280, Page 228, in Quit Claim Deed of record in the said Clerk's Office in Book 341, Page 765, and in Quit Claim Deed of record in the said Clerk's Office in Book 316, Page 459.

The warranty in this deed is subject to right of way and easements for public roads and public utilities, subdivision and zoning regulations in effect in DeSoto County, Mississippi, and further subject to all applicable building restrictions and restrictive covenants of record.

Taxes for the year 1999 are to be prorated between the parties.

Possession is to be given with delivery of Deed.

The Grantors warrant that this property constitutes no part of their homestead.

Witness our signatures this 25th day of January, 1999.

THE MILLER FAMILY LIMITED
PARTNERSHIP

BY: Mumford Miller Jr.
Mumford Miller, Jr.
General Partner

BY: Jack Mumford Miller
Jack Mumford Miller
General Partner

Harry Hugh Malone
Harry Hugh Malone

Edith P. Malone
Edith P. Malone

Edith P. Malone, Trustee
Edith P. Malone, Trustee of
the Malone Charitable
Remainder Trust dated
September 23, 1998

STATE OF Tennessee
COUNTY OF Shelby

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 25th day of January, 1999, within my jurisdiction, the within named HARRY HUGH MALONE, known to me and who acknowledged that he executed and delivered the above and foregoing instrument.

Debra D. Thompson
Notary Public

My Commission Expires:
My Commission Expires July 30, 2002

STATE OF Tennessee
COUNTY OF Shelby

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 25th day of January, 1999, within my jurisdiction, the within named EDITH P. MALONE, known to me and who acknowledged that she executed and delivered the above and foregoing instrument.

Debra D. Thompson
Notary Public

My Commission Expires:
My Commission Expires July 30, 2002

STATE OF Tennessee
COUNTY OF Shelby

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 25th day of January, 1999, within my jurisdiction, the within named EDITH P. MALONE, TRUSTEE OF THE MALONE CHARITABLE REMAINDER TRUST DATED SEPTEMBER 23, 1998, known to me and who acknowledged that she executed and delivered the above and foregoing instrument.

Debra D. Thompson
Notary Public

My Commission Expires:

STATE OF
COUNTY OFTN
KNOX

Personally appeared before me, the undersigned authority in and for the said County and State, on this the 22 day of JANUARY, 1999, within my jurisdiction, the within named MUMFORD MILLER, JR., known to me and who acknowledged that he is a GENERAL PARTNER of MILLER FAMILY LTD., a Limited Partnership, and that for and on behalf of the said corporation, and as its act and deed he executed and delivered the above and foregoing instrument, after first having been duly authorized by said corporation to do so.

James L. Kump
Notary Public

My Commission Expires:

MAY 1, 2002STATE OF
COUNTY OFIllinois
COOK

Personally appeared before me, the undersigned authority in and for the said county and state, on this the 21st day of January, 1999, within my jurisdiction, the within named JACK MUMFORD MILLER, known to me and who acknowledged that he is a GENERAL PARTNER of MILLER FAMILY, LTD., a Limited Partnership, and that for and on behalf of the said corporation, and as its act and deed he executed and delivered the above and foregoing instrument, after first having been duly authorized by said corporation to do so.

OFFICIAL SEAL
CHRISTINE PAVLOVICH

NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES: 05/28/00

My Commission

Christine Pavlovich
Notary Public

ADDRESSES OF GRANTORS:

Harry Hugh Malone,
Edith P. Malone and
Edith P. Malone, Trustee of
the Malone Charitable
Remainder Trust
329 Gardenia Drive
Memphis, Tennessee 38117
Home Phone No. (901) 683-4724
Work Phone No. N/A

ADDRESS OF GRANTOR:

Miller Family Limited Partnership
12353 North Fox Den Drive
Knoxville, Tennessee 37922
Home Phone No. (423) 966-3501
Work Phone No. N/A

ADDRESS OF GRANTEE:

Pine Valley Land Co., Inc.

c/o William T. Maxwell, Jr.

1789 Kirby Parkway #2

Memphis, TN 38138

(Wk) 901-753-6030 (Hm) N/A

ADDRESS OF GRANTEE:

Russell H. Kostka

5583 Murray Avenue, Suite 100

Memphis, Tennessee 38119

TRACKING INFORMATION:

NW 1/4, NE 1/4, SW 1/4 and
SE 1/4 of Section 29, T18,

R5W and NW 1/4 and SW 1/4 of
Section 28, T1S, R5W DeSoto
County

This Instrument Prepared by
and Return to:

M. Anderson Cobb, Jr.
Harris, Shelton, Dunlap and Cobb, P.L.L.C.
6445 Poplar Avenue, Suite 202
Memphis, Tennessee 38119
(901) 682-1455

Exhibit A

LEGAL DESCRIPTION

SECTION 29, TOWNSHIP 1 SOUTH, RANGE 5 WEST

BEGINNING AT AN IRON PIN (FOUND) AT THE NORTHWEST CORNER OF SECTION 29, TOWNSHIP 1 SOUTH, RANGE 5 WEST IN DESOTO COUNTY, MISSISSIPPI; THENCE NORTH 89 DEGREES 45 MINUTES 26 SECONDS EAST ALONG THE NORTH LINE OF SECTION 29, A DISTANCE OF 5243.09 FEET TO A IRON PIN (SET) IN THE WEST LINE OF CENTER HILL ROAD (40 FEET WEST OF CENTERLINE); THENCE SOUTH 00 DEGREES 02 MINUTES 06 SECONDS EAST ALONG THE WEST LINE OF CENTER HILL ROAD A DISTANCE OF 5098.70 FEET TO AN IRON PIN (SET); THENCE SOUTH 89 DEGREES 57 MINUTES 54 SECONDS WEST A DISTANCE OF 9.37 FEET TO AN IRON PIN (SET); THENCE SOUTH 48 DEGREES 57 MINUTES 42 SECONDS WEST A DISTANCE OF 255.10 FEET TO AN IRON PIN (SET) IN THE NORTH LINE OF GOODMAN ROAD (MISSISSIPPI HIGHWAY 302) (30 FEET NORTH OF CENTERLINE); THENCE SOUTH 89 DEGREES 48 MINUTES 27 SECONDS WEST ALONG THE NORTH LINE OF GOODMAN ROAD A DISTANCE OF 2691.79 FEET TO AN IRON PIN (SET) IN THE EAST LINE OF LOT 12, COUNTRY MEADOWS SUBDIVISION AS RECORDED IN PLAT BOOK 33 PAGE 1; THENCE NORTH 01 DEGREES 55 MINUTES 27 SECONDS EAST ALONG THE EAST LINE OF LOTS 12, 11, 10, 9, 8, AND 7, COUNTRY MEADOWS SUBDIVISION A DISTANCE OF 1402.18 FEET TO AN IRON PIPE (FOUND) IN THE NORTH LINE OF LOT 7, COUNTRY MEADOWS SUBDIVISION; THENCE NORTH 89 DEGREES 22 MINUTES 43 SECONDS WEST ALONG THE NORTH LINE OF LOT 7 AND LOT 6 OF THE COUNTRY MEADOWS SUBDIVISION AND THE ALLEN PROPERTY AS DESCRIBED IN BOOK 90 PAGE 553 IN DESOTO COUNTY, MISSISSIPPI A DISTANCE OF 2408.38 FEET TO AN IRON PIN (SET) IN THE EAST LINE OF THE O.B. DEVELOPMENT, INC. PROPERTY AS DESCRIBED IN BOOK 290 PAGE 436 AND THE EAST LINE OF SECTION 30, TOWNSHIP 1 SOUTH, RANGE 5 WEST; THENCE NORTH 00 DEGREES 07 MINUTES 42 SECONDS EAST ALONG THE EAST LINE OF THE O.B. DEVELOPMENT, INC. PROPERTY AND THE MASTERSON PROPERTY AS DESCRIBED IN BOOK 294 PAGE 767 AND THE EAST LINE OF SECTION 30, A DISTANCE OF 3825.52 FEET TO THE POINT OF BEGINNING. CONTAINING 24,232,140 SQUARE FEET OF 556.29 ACRES OF LAND.

SECTION 28, TOWNSHIP 1 SOUTH, RANGE 5 WEST

BEGINNING AT AN IRON PIN (SET) IN THE INTERSECTION OF THE EAST LINE OF CENTER HILL ROAD WITH THE SOUTH LINE OF DESOTO ROAD, SAID POINT BEING NORTH 89 DEGREES 36 MINUTES 00 SECONDS EAST 40.00 FEET AND SOUTH 00 DEGREES 02 MINUTES 06 SECONDS EAST 40.00 FEET FROM THE NORTHWEST CORNER OF SECTION 28, TOWNSHIP 1 SOUTH, RANGE 5 WEST; THENCE NORTH 89 DEGREES 36 MINUTES 00 SECONDS EAST ALONG THE SOUTH LINE OF DESOTO ROAD A DISTANCE OF 2494.88 FEET TO A PK NAIL (FOUND) IN THE SOUTH LINE OF DESOTO ROAD AND BEING IN THE WEST LINE OF THE "HALLY BURTON BAPTIST CHURCH" PROPERTY AS DESCRIBED IN BOOK 10 PAGE 529; THENCE SOUTH 00 DEGREES 58 MINUTES 35 SECONDS EAST ALONG SAID WEST LINE A DISTANCE OF 169.95 FEET TO AN IRON PIN (SET) IN THE SOUTH LINE OF THE SAID "HALLY BURTON BAPTIST CHURCH" PROPERTY; THENCE NORTH 89 DEGREES 34 MINUTES 29 SECONDS EAST ALONG SAID SOUTH LINE A DISTANCE OF 34.92 FEET TO A PK NAIL (FOUND) IN THE WEST LINE OF THE "NEW HALLIBURTON MISSIONARY BAPTIST CHURCH" PROPERTY AS DESCRIBED IN BOOK 337 PAGE 127; THENCE SOUTH 00 DEGREES 57 MINUTES 42 SECONDS EAST ALONG SAID WEST LINE A DISTANCE OF 465.46 FEET TO AN IRON PIN (FOUND) IN THE SOUTH LINE OF THE SAID "NEW HALLIBUTON MISSIONARY BAPTIST CHURCH" PROPERTY; THENCE NORTH 89 DEGREES 34 MINUTES 31 SECONDS EAST ALONG SAID SOUTH LINE A DISTANCE OF 70.01 FEET TO AN IRON PIN (FOUND) IN EAST LINE OF THE NORTHWEST QUARTER OF SECTION 28; THENCE SOUTH 00 DEGREES 12 MINUTES 08 SECONDS WEST ALONG THE EAST LINE OF THE NORTHWEST QUARTER OF SECTION 28, A DISTANCE OF 2660.15 FEET TO IRON PIN (FOUND) IN THE NORTH LINE OF THE BEATRICE DODSON SUBDIVISION AS RECORDED IN PLAT BOOK 24 PAGE 39 IN DESOTO COUNTY, MISSISSIPPI; THENCE SOUTH 89 DEGREES 58 MINUTES 43 SECONDS WEST ALONG THE NORTH LINE OF THE BEATRICE DODSON SUBDIVISION AND THE NORTH LINE OF THE DECREE PARTITIONING LAND AS DESCRIBED IN BOOK 53 PAGE 73 IN DESOTO COUNTY, MISSISSIPPI A DISTANCE OF 2599.06 FEET TO AN IRON PIN (SET) IN THE EAST LINE OF CENTER HILL ROAD; THENCE NORTH 00 DEGREES 02 MINUTES 06 SECONDS WEST ALONG THE EAST LINE OF CENTER HILL ROAD A DISTANCE OF 3278.22 FEET TO THE POINT OF BEGINNING. CONTAINING 8,510,593 SQUARE FEET OR 195.38 ACRES OF LAND.